

THE GREATEST HEROES OF TWO WORLDS

MARVEL
LIMITED
SERIES
5 OF 5

SPIDER-MEN

BENDIS
PICHELLI
PONSOR





WEBIPEDIA
THE WEB-BASED ENCYCLOPEDIA

RELEVANT ARTICLES



AUNT MAY



GWEN STACY



TONY STARK

ARTICLE

TIMELINE

ARCHIVE

SPIDER-MEN

THE AMAZING SPIDER-MAN

From Webipedia, the web-based encyclopedia.

"Peter Parker," "Avenging Spider-Man" and "616 Spider-Man" redirect here.



While attending a demonstration in radiology, high school student [Peter Parker](#) was bitten by a spider which had accidentally been exposed to [radioactive rays](#). Through a miracle of science, Peter soon found that he had gained the spider's powers and had, in effect, become a human spider! From that day on he was...

**the AMAZING
SPIDER-MAN**

THE ULTIMATE SPIDER-MAN

From Webipedia, the web-based encyclopedia.

"Miles Morales," "All-New Spider-Man" and "1610 Spider-Man" redirect here.

In a world where [Peter Parker](#) is dead, grade schooler [Miles Morales](#) is bitten by a stolen, genetically altered spider that grants him incredible [arachnid](#)-like powers.

He has chosen to dedicate his life to the legacy of [Spider-Man](#). He is...



**ULTIMATE
SPIDER-MAN**

PREVIOUSLY



Peter Parker, the Amazing Spider-Man, accidentally stumbled upon arch-nemesis Mysterio's hideout and discovered that the villain was somehow manipulating a dimensional portal. The two struggled and Spider-Man was suddenly transported to a similar universe with its very own Spider-Man—a young boy named Miles Morales.

While Nick Fury tried to figure out how Peter arrived there, Peter discovered that he is in a world where everyone knows Peter Parker is Spider-Man... because Peter Parker was killed.

In his search for more information, Peter ends up on the front lawn of a stunned Aunt May—the woman who raised... him.

After an emotional and cathartic reunion with Aunt May and Gwen Stacy, Peter joins Miles and the Ultimates in search of Mysterio's portal, Peter's only way of getting home.

© 2012 Marvel Characters, Inc.
All rights reserved. All characters featured in this issue and the distinctive names and likenesses thereof, and all related indicia are trademarks of Marvel Characters, Inc. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental.

BRIAN MICHAEL BENDIS
WRITER

JIM CHEUNG & JUSTIN PONSOR
COVER ARTISTS

MAYELA GUTIERREZ
PRODUCTION

AXEL ALONSO
EDITOR IN CHIEF

SARA PICHELLI
ARTIST

SARA PICHELLI & RAINIER BEREDO AND TRAVIS CHAREST
VARIANT COVER ARTISTS

JON MOISAN
ASSISTANT EDITOR

JOE QUESADA
CHIEF CREATIVE OFFICER

JUSTIN PONSOR
COLORIST

SANA AMANAT
ASSOCIATE EDITOR

DAN BUCKLEY
PUBLISHER

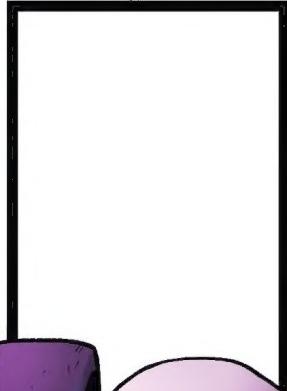
CORY PETIT
LETTERER

MARK PANICCIA
EDITOR

ALAN FINE
EXECUTIVE PRODUCER

SPECIAL THANKS TO DAN SLOTT







Surprise!!

It's your
super villain
retirement
party!!

Good
one.

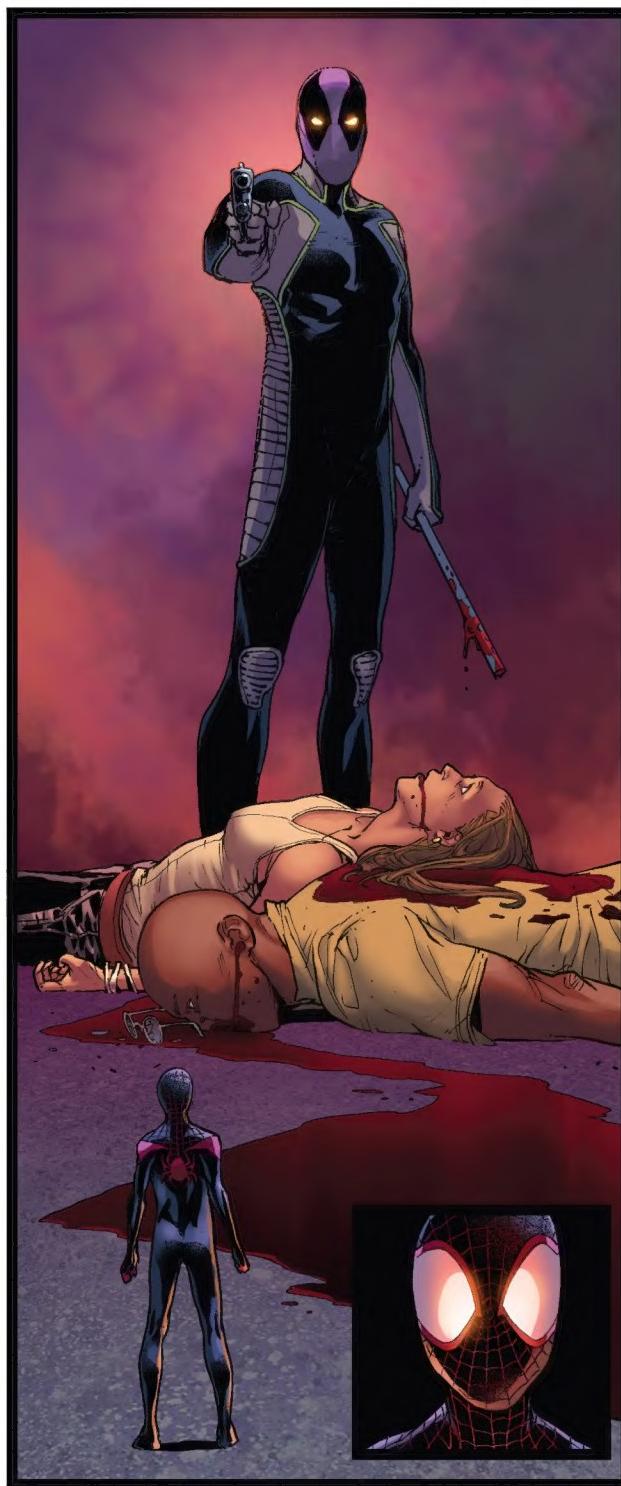
Thank
you.

Wait,
what's he--
what?

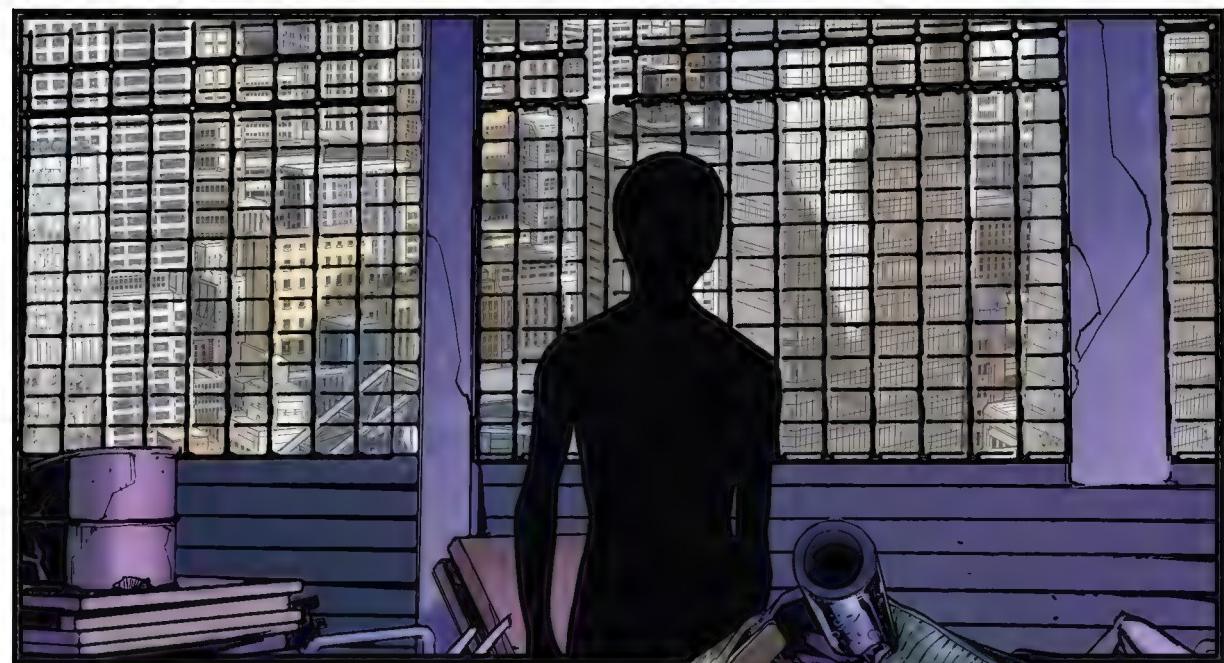


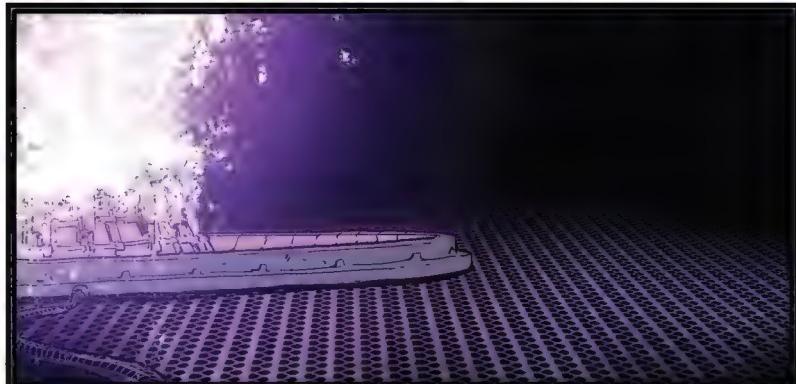


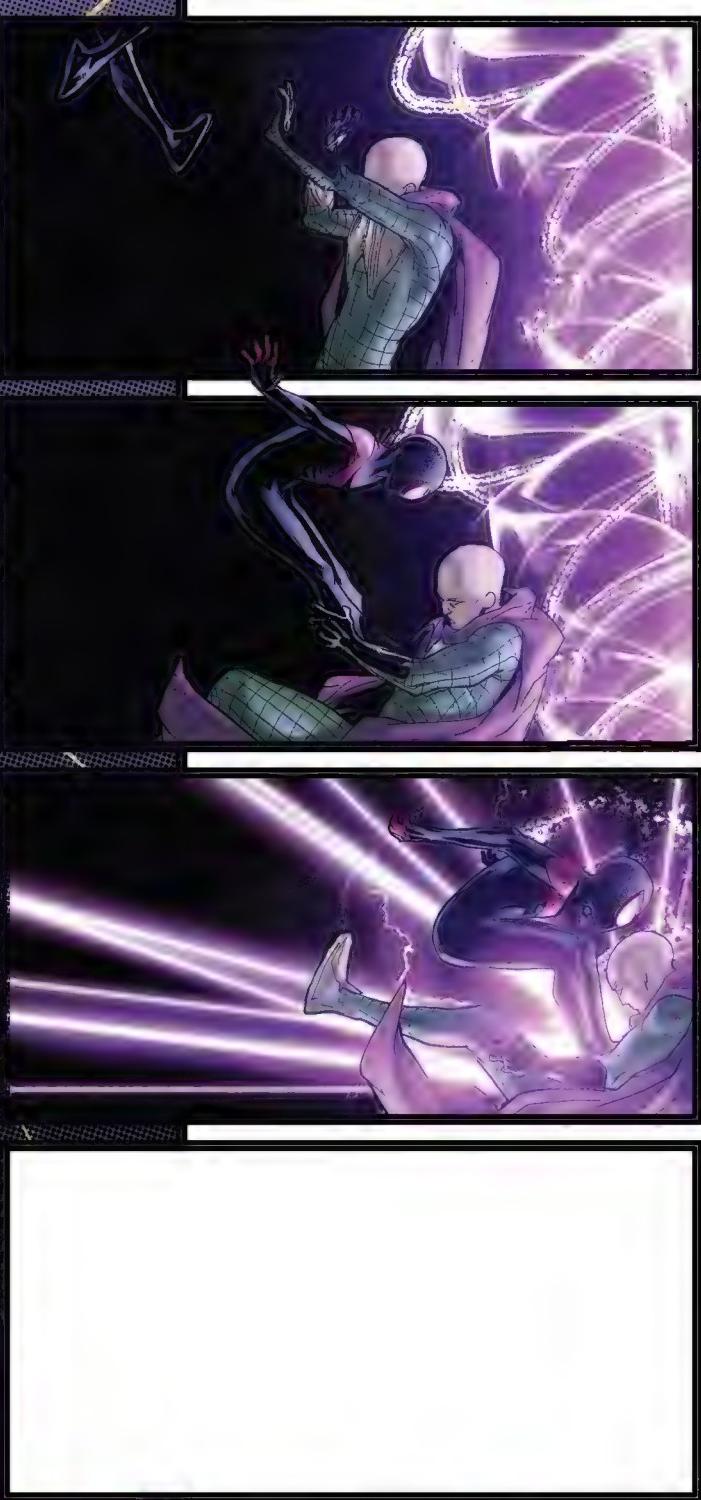
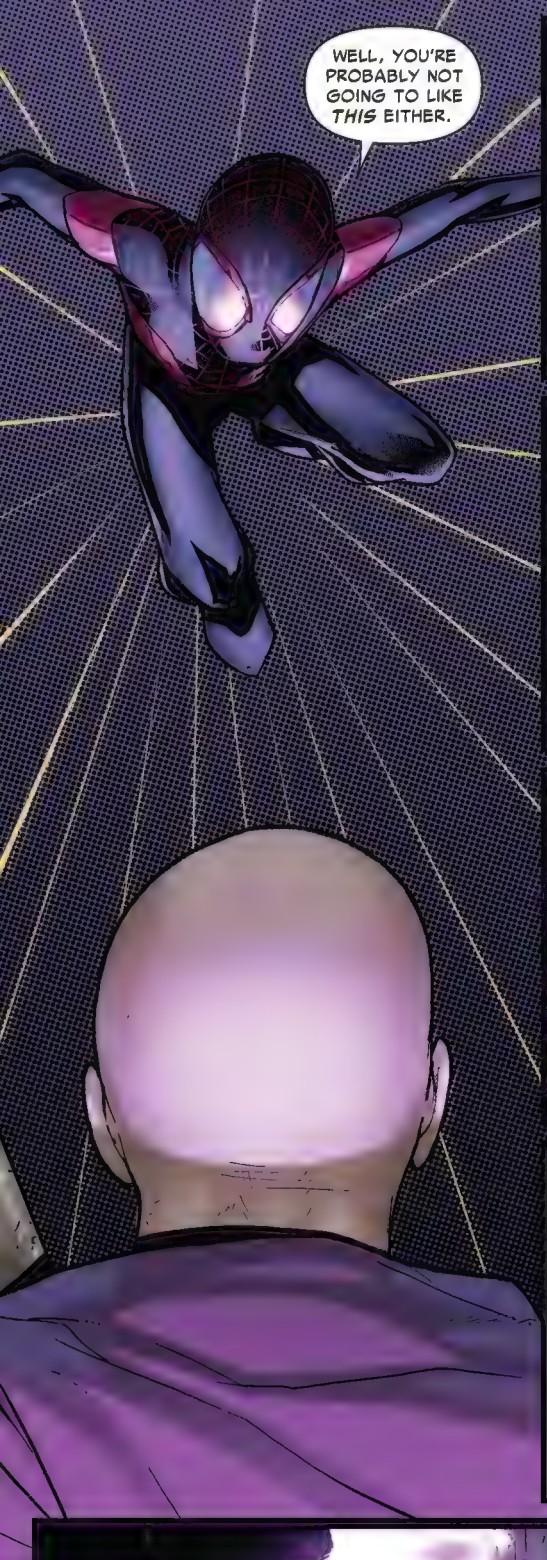














ZZTTT

Venom blast!

NO!!

No, this isn't how this--

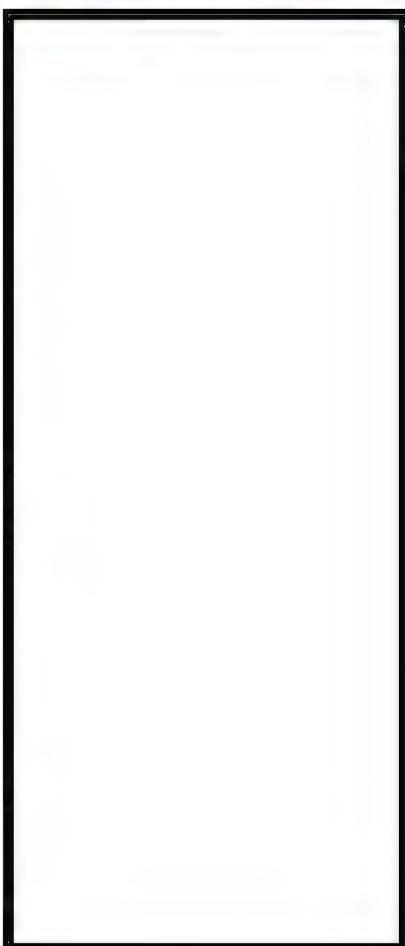
Nyaaaagghh!!

CRACK

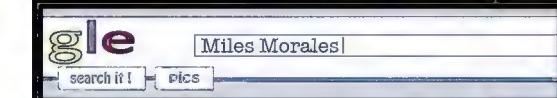
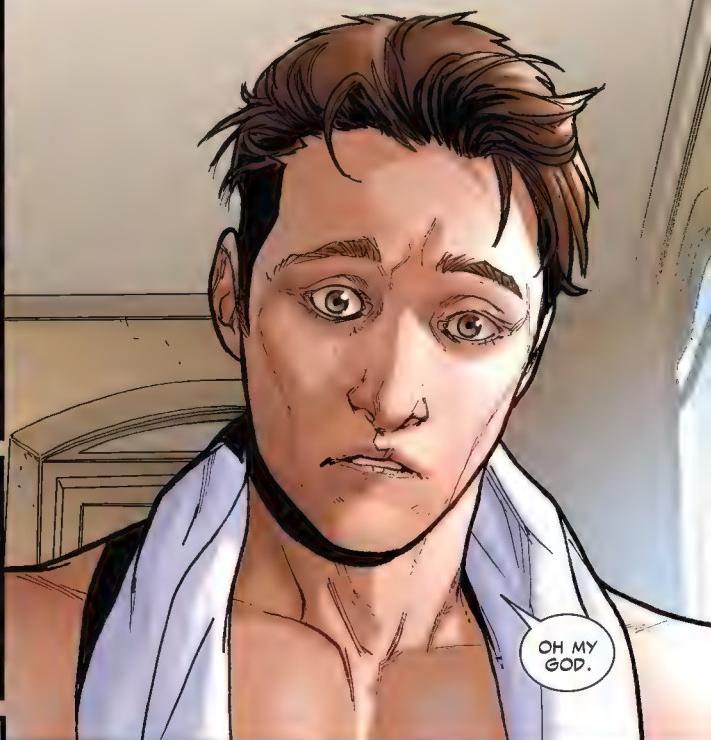
GRACK











The End??



WEB-MAIL

MARK PANICCIA – EDITOR
SANA AMANAT – ASSOCIATE EDITOR
JON MOISAN – ASSISTANT EDITOR

AXEL ALONSO – EDITOR IN CHIEF
JOE QUESADA – CHIEF CREATIVE OFFICER
DAN BUCKLEY – PUBLISHER
ALAN FINE - EXECUTIVE PRODUCER

Web-Heads of every size, shape and dimension, welcome to the last issue of SPIDER-MEN! If you feel like me, I'm a little sad it's over but still super excited that Marvel's Spider-Man and the Ultimate Universe's Spider-Man had this unprecedented chance to meet. The story of Peter Parker and Miles Morales teaming up had a lot of you guys hitting your keyboards. I've never gotten so much enthusiastic mail before. In an effort to let as many of you sound off as possible, here's an extra sized letter column featuring emails we couldn't get in before along with some recent arrivals. Some letters edited for space.

Dear Marvel, Spider-Men authors and artists, and all you talented people,

Wow. Spider-Men #1 was, wow. From the awesome art of Sara Pichelli, to the clever monologue scene of New York, it was all, wow. I have been a long-time spider fan, and when Ends of the Earth and Miles Morales were introduced I thought you had outdone yourselves. Then when you teased us with the original Spider-Men ad, it was overkill, the perfect kind of overkill to celebrate this landmark in the history of the two best heroes from any universe. I can't wait to see Peter take up Miles like a son, show him how to build the all-important web shooters, and to teach him that with great power comes great responsibility. You have another true red and blue fan

hooked, the red and black and red and blue together will surely give us readers one hell of a ride.

Ian Farmer

Dear Marvel,

This is my first time writing a letter to a comic. I really like reading Ultimate Comics Spider-Man and The Amazing Spider-Man. When I found out that Miles Morales and Peter Parker were going to team up, I was pretty excited. Luckily, you guys didn't disappoint me and the first issue was great. I especially liked Sara Pichelli's artwork. I think that it's some of her best work. I can't wait to see what happens next. Keep up the good work guys!

Sincerely, Brandon Doris - Age 14

It has been a heck of a ride, Ian and Brandon. Thanks for writing and I hope you enjoyed the whole series. Truth is, we'd all love to do this again one day.

Dear Marvel Comics,

Before I start going on and on about how you make the best comics ever (believe me, you do), I just want to say I have always LOVED Spider-Man. When I was in kindergarten, the job I wanted to have was to be Spider-Man. I just read Spider-Men #1 and it is the BEST COMIC I EVER READ!!! I love how Peter was confused about how the man he saved said his costume was Peter Parker's! I can't wait for Peter to meet Miles! Miles is my favorite comic character! I have always wanted to comment on your comics but I only read back issues from the 80s. So until Ultimate

Peter Parker starts dating Ultimate Spider-Woman, make mine Marvel!

Excelsior! Xander - Age 11

Lots of cool moments in this series, Xander. And wow, if you're reading stuff from the 80s you have decades of awesome Spider-Man stories to discover.

Dear Spider-Man Editorial,

I really enjoyed the first issue of Spider-Men. When Peter and Miles both met it had my senses tingling as to what's gonna happen next. My only question is, will whatever both of them do have an effect on both of their worlds? I love the amazing work you guys are doing with Spidey. He has been a character that I have loved and cherished since I was a little kid. Can't wait to see more!!!

Sincerely, Adam Gonzalez

Dear House of Ideas,

I want to say that I am a huge fan of the 616 Spidey, and he is one of my favorite characters (only behind fellow Avengers Iron Man and Cap). And though I was a little bit weary of Ultimate Spider-Man's mask being taken up by someone other than Peter, I came to love Miles Morales as much as Peter. So I was ecstatic when I picked up Spider-Men, and each issue only makes me want more of the two Web-Heads. I only have one question: Could there be future crossovers between the 616 universe and the Ultimate universe? It would be awesome to see an Avengers/Ultimates crossover, or Dr. Strange meeting young Stephen Strange Junior. In

any case, congrats to Brian and Sara. Keep up the good work.

Excelsior! Andrew Baker

Dear Marvel/Spider Team,

I just wanted to say thank you for making Spider-Men happen. I just happened to read issue #4 of Spider-Men and it was just great. Miles and Peter are great together. It's just amazing how Peter is in the other world finding out about his death and Gwen is still alive as well as how young Ultimate Spider-Man Peter Parker and Miles are. I am wondering if Miles will make the jump to Amazing Spider-Man's world? That would be great. Thank you, keep writing.

From Spidey-fan Sebassman

I just wanted to say how impressed and how amazed I am by how good Spider-Men is. After issue #1 it felt like an eternity until issue #2 came out and at the end of each issue I just wanted more. I just finished issue #4 and I can't tell you how good this is. Usually I'm a week behind in my comic book reading but ever since issue #1, the first comic I read is Spider-Men, no matter what. I can't wait to read issue #5. I think it's brilliant having Peter come in as early as he has to help Miles learn the ropes. After this, do you think that you would do another crossover event with the two Spider-Men, or at least maybe with the different teams? This is the perfect story I think for something like this. Was this story specifically created for Peter and Miles or was it something that was originally conceived for the two Peters?

Thanks, Brendan

By now you know what kind of elements have been set in motion by this dimensional team-up, Adam, Andrew and Sebassman. No telling where things might lead for the Ultimate U and the Marvel U. And to answer Brendan's question, this was intended for Miles and Peter.

Dear Marvel Men,

I never really liked the other Spider-Men. I was always more of an original Spidey kinda guy.

I decided to pick the Spider-Men comics because my favorite was there, Peter Parker, and wanted to see how this would work out. I read the first one and said to myself "I really want to read this" and started reading more and more and until #4 came out, I had no respect for any of the Spider-Men in that dimension. Now I truly have respect for both young Parker and Miles. You guys really know how to put on a show for the reader. Especially me since I read them as if I'm watching episodes. I felt Peter Parker, my Peter Parker, come to realize he's dead somewhere else. Watching him cry ran chills up my arms and right there and then I had grounded my respect for their Peter. Their Web-Head. And quick question, where's Madame Web in all of this? Shouldn't she have felt a "Disturbance" when Peter left the dimension?

Orlando Jimenez

Other Web-Heads like yourself have discovered Miles by this event, Orlando, and we couldn't be happier that you took a chance on the book. If you like Miles, join us every month in ULTIMATE COMICS SPIDER-MAN. And Madame Web might have noticed, but to us, the main focus of this series was the emotional connection and bond that Peter and Miles made.

Dear Web-Mail,

Haven't written to you guys in like 20 years but I had to do it! I've read and own every single book in the Ultimate line (not just Spidey) and have been waiting for this crossover ever since you guys first released Ultimate Spider-Man #1 back in 2000. Just wanted to say thanks. I'm gonna go ahead and predict that Peter is gonna leave behind some web shooters for our pal Miles before returning to his own timeline or that Aunt May will give them to him instead as a thanks for carrying on Peter's legacy.

I appreciate all the hard work you guys do at the Marvel office and for making new comic day Wednesdays my favorite day of the week ever since I was nine years old. Until I go blind and can't read anymore: **MAKE MINE MARVEL!!!**

Bikela J. Asfaw a.k.a. Biggest Fan EVER!!!

Dear folks,

I have read a lot of comics in my 35 years, but have always loved the Fantastic Four and Spider-Man over all the rest and family was the main reason. Growing up in a broken home it was nice to see the brother/sister relationship of Sue and Johnny. Seeing the struggles of a teen Peter, it helped coping with things in life; I mean when Spider-Man has to do homework and fight the Hulk, my math quiz did not seem like such a big deal. As I got older, I started to enjoy comics for other reasons and then eventually shared them with my children. I write today because of the Spider-Men mini-series. I cried when Ultimate Peter Parker died. I cried when our Peter landed in front of May and the look the artist captured on his and her face when they saw each other. It touched my heart as a father, a son, and who knows how many ways. The most gripping thing I have read in years came from a moment of sadness and eventual comfort between a family. I know these events are not what sells comics, but they are what makes comics art.

Thanks for giving these people on paper a chance to say hello and good-bye to a loved one. Thanks for making art. Most of all, thanks for letting us be a part of it. You guys almost lost me with the Death of Captain America in '07-'08, but you definitely won me back with this mini-series.

Make mine Marvel, for both me and my daughters.

*David Fleshman, Anderson,
SC.*

Bikela and David, you have no idea what an awesome compliment it is when a book inspires faithful fans like you guys to write after so many years!

Dear Marvel,

I've been reading Spider-Man for about 35 years, and I am a huge fan of Ultimate Spidey too. The first panel on top of page 15 in issue #4 of Spider-Men -- where May wordlessly embraces non-Ultimate Peter -- was so absolutely perfect that I skipped a breath and then laughed with tears and joy at the

utterly perfect/powerful emotional moment you had created! Thank you so much for that -- it reminded me (yet again) why comics are such an awesome story-telling medium!

Jerry

There were many emails, letters and tweets about the tear-inducing issue 4 expressing the same reaction, Jerry. It's a true high point for us here at Marvel when we not only excite people with the super-heroics that comics are known for, but to touch people on an emotional level.

I wrote to "Ultimate Spider-Man" a month back suggesting the possibility of a "What If...?" miniseries to explore what may have happened if Peter Parker had lived. Never mind. Pages 5-17 of Spider-Men #4 gave me the emotional fix I needed regarding that. Kudos to Bendis and Pichelli. I appreciate any art that invokes emotion. This one pulled it off.

Jason Greenly, Champaign, IL

Dear Bendis, Pichelli, and all the rest,

I've been a Spider-Man fan for as long as I can remember. I adore 616 Peter, but I was at just the right age for Ultimate Spider-Man to become "my" Spidey. I was devastated when Peter died, but I had faith that Bendis would give us a worthy successor, and with Miles Morales, he has. That having been said, the idea of a crossover between the 616 and Ultimate universes always seemed like it would be one of those shark-jumping moments that would wind up tarnishing both worlds. So when Spider-Men was announced, I was nervous. All those nerves were calmed by the first issue and I've been devouring each one. This so easily could have been a cheap cash-in or descended into parody. Yet Bendis and Pichelli have hit all the right notes. I can't tell you how much I've appreciated the focus on emotion instead of team-up action (though I'm sure when we get to that in #5, it'll be pretty awesome). #4 in particular was a highlight. The conversations between Peter and Gwen, and then Peter and

May, were beautiful. Both brought a tear to my eye. Poor MJ, though, hope she'll be okay. Thanks for the awesome comics, you guys.

Arlo J. Wiley, Akron, OH

I just finished reading SPIDER-MEN #4 and I'm flabbergasted. As I read the Web-Mail on the last page now, all I see is, "This is the best comic I've ever read!" in reference to issue #1. I'd been beyond excited for this story arc, and have enjoyed all issues thus far. However, issue #4 takes the cake. Natalie Portman's wedding cake. This issue is the equivalent of three bees' knees. Not only were the interactions between Peter and Gwen and Aunt May EXACTLY what I'd hoped for, Pichelli's art is perfect for it. I was getting choked up, then turned the page and saw the top panel of Aunt May giving Peter the leaping hug; my body instantly became enveloped by goose bumps and chills and a tear came out of my eye. THIS is the best issue of a comic I've ever read. Mini-series or ongoing. Thank you so much, Brian Bendis. Not only do you never disappoint, but you always get better. I hope I have the honor of meeting you one day to tell you in person how much you've inspired me in my decision to become a writer and never stop embracing my creative side.

Kyle Schreffler, New Jersey

Dear Mark,

Bendis does it again. Just when you think he's over-stretching himself, he writes a touching scene like the one between Peter and Aunt May that brought a lump to my throat. Using Stan Lee's greatest line "With great power..." and sharing it between Peter and May. Inspired.

Cheers, Bruce Marsh, England

I've thoroughly enjoyed the first four issues of Spider-Men. I've got a feeling like I'm reading a classic "What If?" comic book from my youth. It was nice to see Aunt May get some closure with Peter, albeit the Peter from another world, in issue #4. The

dialogue was witty and emotional, like any good Spider-Man comic book. The art has been fantastic.

In the end I think this gives Miles Morales more of a boost in the Ultimate Universe, and with us fans. He is hanging with the original Spider-Man and holding his own. I wanted that. Miles' character has taken off since his debut in the Ultimate Universe. This 50th year in the Spider-Man lore has been phenomenal. The comics are a huge reason for my Spidey enjoyment in 2012, and I hope we have two web-slingers running wild in Marvel for many years to come.

I know things will only get better for us readers because I have faith Marvel is doing everything right with the Spider-Men. Thank you.

John Gigliotti

Dear Marvel,

Spider-Men is amazing! The art is fantastic, the colors are awesome, and the story is incredible. Issue #4 was just a powerful issue. I loved Peter talking with Aunt May and Gwen. I just wish Peter could see Mary Jane. Fantastic job guys, Spider-Men rocks!

Chris Castillo

P.S. Good Job!

It's all about having the right creative team, and Bendis and Pichelli know how to tug heart strings like no others. Let's not forget the others whose talented contributions made this the top notch event it has been like colorist Justin Ponsor and letterer Cory Petit.

Jason, Arlo, Kyle, Bruce, John, Chris and everyone else who wrote to us, thank you so much for your kind words. We stand encouraged to keep entertaining you with the best stories and art in the way only a comic book can!

Mark Paniccia
Senior Editor
Marvel Comics



WHO OR WHAT IS THE **ULTIMATE MANDARIN?**

ULTIMATE COMICS
IRON MAN #1 NATHAN EDMONDSON
MATTEO BUFFAGNI OCTOBER 2012



AVENGERS vs X-MEN

MARVEL

VS

ROUND 12



"There Can Only Be One."

OCTOBER 2012